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February 28, 2012

SURFACE TRANSPORTATION BOARD
600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
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Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for efilng the document described below, to be recorded pursuant to 49 U.S.C. §11301.

The document is a Memorandum of Lease Schedule No. 007 to Master Lease Agreement No. 263, a secondary document, dated as of February 28, 2012. The primary document to which this is connected is recorded under Recordation No. 25509. We request that one copy of this document be recorded under Recordation No. 25509-E.

The names and addresses of the parties to the Memorandum of Lease Schedule No. 007 to Master Lease Agreement No. 263 are:

Lessor:

CBI Leasing, Inc.
9367 Allen Road
West Chester, OH 45069

Lessee:

The Mennel Milling Company
128 West Crocker Street
P.O. Box 806
Fostoria, OH 44830

A description of the equipment covered by the Memorandum of Lease Schedule No. 007 to Master Lease Agreement No. 263 consists of one SW1200 locomotive numbered AEX 99992.

Ms. Cynthia T. Brown

February 28, 2012

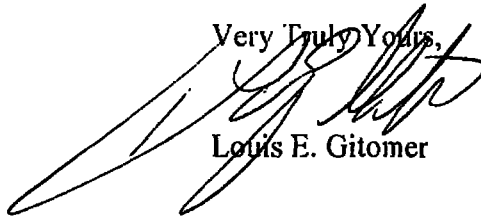
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A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Schedule No. 007 to Master Lease Agreement No. 263 between CBI Leasing, Inc., 9367 Allen Road, West Chester, OH 45069, and The Mennel Milling Company, 128 West Crocker Street, P.O. Box 806, Fostoria, OH 44830, one SW1200 locomotive numbered AEX 99992.

Very Truly Yours,

A handwritten signature in black ink, appearing to be 'L. Gitomer', written over the typed name.

Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF
LEASE SCHEDULE NO. 007
TO MASTER LEASE AGREEMENT NO. 263**

Memorandum of Lease Schedule No. 007 to Master Lease Agreement No. 263 (the "Lease"), dated March 7, 2005, by and between CBI Equipment Finance, Inc., f/k/a CBI Leasing, Inc., as lessor, (the "Lessor"), and The Mennel Milling Company, as lessee (the "Lessee").

WITNESSETH:

The undersigned have entered into that certain Lease Schedule No. 007 to Master Lease Agreement No. 263 dated March 7, 2005, whereby Lessor agrees to lease to Lessee, and Lessee agrees to lease from Lessor in accordance with the terms and conditions set forth in the Lease, the Equipment described on Exhibit A and attached hereto and made a part hereof. Any reference to "Lease" shall mean Master Lease Agreement No. 263, Lease Schedule No. 007 and all Rider(s), Addenda, Amendment(s), or Supplement(s) thereto, if any.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed as of 28 day of FEB 2012.

CBI EQUIPMENT FINANCE, INC.

By: 

Name: Harry E. (Tim) Finley, Jr.

Vice President

Title: Commerce Bank

THE MENNEL MILLING COMPANY

By: 

Name: DONALD L. MENNEL

Title: 27 February 2012

STATE OF Ohio)
COUNTY OF Butler) ss:

On this 28th day of February 2012, before me personally appeared Harry E. Finley, Jr., to me personally known, who being by me duly sworn, says that he is President of CBI EQUIPMENT FINANCE, INC., F/K/A CBI LEASING, INC., a Missouri corporation (the "Corporation"), that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Notarial Seal]

My Commission Expires:



Kathy J. Voegele
Notary Public

KATHY J. VOEGELE
Notary Public, State of Ohio
My Commission Expires 08-16-2015

STATE OF OHIO)
COUNTY OF SENECA) ss:

On this 27 day of February 2012, before me personally appeared Donald L. Mennel, to me personally known, who being by me duly sworn, says that he is President of THE MENNEL MILLING COMPANY, an Ohio corporation (the "Corporation") that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Notarial Seal]

My Commission Expires:

11/27/2016

Sarah Nicholson
Notary Public



SARAH NICHOLSON
NOTARY PUBLIC
STATE OF OHIO
Comm. Expires
11/27/2016
Recorded in
Hancock County

Exhibit A

The Mennel Milling Company

Equipment Location:

4 Railroad Street

Valley Grain

Kingston, OH 45644

Ross County

<u>Invoice Num</u>	<u>PO No</u>	<u>Vendor Name</u>	<u>Mfg.</u>	<u>Qty</u>	<u>Description</u>	<u>Serial No.</u>
:SI 37500053,		The Andersons, Inc.	EMD	1	Locomotive, Year Built 1954, 1200HP, SW1200	AEX 99992